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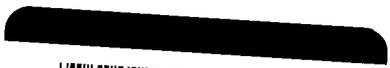
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OFFICE OF INTERNATIONAL ANNUAL RETURN



09046785

Please complete in typescript, or in bold black capitals.

CHFP010

Company Number

3805979

Company Name in full

SThree plc

Date of this return

The information in this return is made up to

Day Month Year 1 3 0 7 2 0 0 9

SUPL

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here.

Companies House will then send a form at the appropriate time.

Day Month Year

Registered Office

Show here the address at the date of this return.

41-44 Great Windmill Street

Any change of registered office must be notified on form 287.

Post town

London

County / Region

UK Postcode

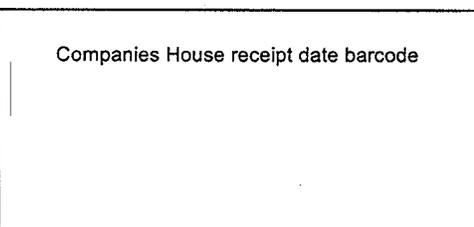
W1D 7NB

Principal business activities

Show trade classification code number(s) for the principal activity or activities.

7415

If the code number cannot be determined, give a brief description of principal activity.



When you have completed and signed the form please send it to the Registrar of Companies at: Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX ED235 Edinburgh 1 for companies registered in Scotland or LP-4 Edinburgh 2

Handwritten signature and date 8/19

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Capita IRG Registrars, The Registry, 34 Beckenham Road

Post town Beckenham

County / Region UK Postcode BR3 4TU

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County / Region UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

* Voluntary details.
(Please photocopy this area to provide details of joint secretaries).

Name * Style / Title

Forename(s) Steven Colin

Surname Hornbuckle

Address †† 41-44 Great Windmill Street

Post town London

County / Region UK Postcode W1D 7NB

Country

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Please list directors in alphabetical order.

* Voluntary details.

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title _____

Date of birth Day Month Year
 | 0 | 2 | | 0 | 5 | | 1 | 9 | 6 | 8 |

Forename(s) | Paul _____

Surname | Bowtell _____

Address †† | Pardons, 78 East End Lane, Ditchling East Sussex _____

Post town _____

County / Region _____ UK Postcode | BN6 8UR _____

Country | United Kingdom _____ Nationality | British _____

Business occupation | Company Director _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

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* Voluntary details.

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Name * Style / Title | Sir _____

Date of birth Day Month Year
 | 1 | 0 | | 0 | 4 | | 1 | 9 | 3 | 8 |

Forename(s) | Sir Anthony Brian _____

Surname | Cleaver _____

Address †† | 20 Groom Place _____

Post town | London _____

County / Region _____ UK Postcode | SW1X 7BA _____

Country _____ Nationality | British _____

Business occupation | Director _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list directors in alphabetical order.

* Voluntary details.

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Name _____ *** Style / Title** | Mr _____

Date of birth | Day | Month | Year
 | 1 | 7 | 0 | 2 | 1 | 9 | 6 | 5

Forename(s) | Russell John _____

Surname | Clements _____

Address †† | 127 Crouch Hill _____

Post town | London _____

County / Region | _____ **UK Postcode** | N8 9QN _____

Country | _____ **Nationality** | British _____

Business occupation | Company Director _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list directors in alphabetical order.

* Voluntary details.

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Name _____ *** Style / Title** | Mr _____

Date of birth | Day | Month | Year
 | 2 | 4 | 0 | 9 | 1 | 9 | 6 | 7

Forename(s) | Gary Paul _____

Surname | Elden _____

Address †† | 12 Albion Close _____

Post town | London _____

County / Region | _____ **UK Postcode** | W2 2AT _____

Country | _____ **Nationality** | British _____

Business occupation | Company Director _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name * Style / Title _____

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth Day Month Year
 0 4 1 2 1 9 5 1

Forename(s) | Alicja Barbara _____

Surname | Lesniak _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address †† | Flat 6, 28 Chesham Place, Belgravia _____

Post town | London _____

County / Region _____ **UK Postcode** | SW1X 8HG _____

Country _____ **Nationality** | British _____

Business occupation | Company Director _____

Details of new directors must be notified on form 288a

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name * Style / Title _____

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Date of birth Day Month Year
 1 6 0 9 1 9 6 5

Forename(s) | Alex _____

Surname | Smith _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address †† | The Knoll, Village Way _____

Post town | Little Chalfont _____

County / Region _____ **UK Postcode** | HP7 9PU _____

Country | United Kingdom _____ **Nationality** | British _____

Business occupation | Company Director _____

Details of new directors must be notified on form 288a

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2	0	0	2	1	9	5	0
---	---	---	---	---	---	---	---

Forename(s) | Tony _____

Surname | Ward _____

Address †† | 130 Wilton Road _____

Post town | London _____

County / Region | _____ UK Postcode | SW1V 1LQ _____

Country | United Kingdom _____ Nationality | English _____

Business occupation | Services Director _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr _____

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

3	1	0	7	1	9	6	4
---	---	---	---	---	---	---	---

Forename(s) | Sunil _____

Surname | Wickremeratne _____

Address †† | 40 Mount Park Road _____

Post town | Ealing _____

County / Region | London _____ UK Postcode | W5 2RS _____

Country | _____ Nationality | British _____

Business occupation | Company Director _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name * Style / Title _____

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day	Month	Year
0 2	0 6	1 9 6 7

Forename(s) | Nadhim _____

Surname | Zahawi _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address †† | 6 Bristol Gardens, Putney _____

Post town | London _____

County / Region | _____ UK Postcode | SW15 3TG _____

Country | United Kingdom _____ Nationality | British _____

Business occupation | Company Director _____

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name * Style / Title _____

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Date of birth

Day	Month	Year

Forename(s) | _____

Surname | _____

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address †† | _____

Post town | _____

County / Region | _____ UK Postcode | _____

Country | _____ Nationality | _____

Business occupation | _____

Issue share capital

Enter details of all the shares in issue at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
Ordinary	121,756,276	£1,217,562.76
Totals	121,756,276	1,217,562.76

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

List of past and present shareholders

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

on paper in another format

A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**

A list containing shareholder changes is enclosed

→ For private or non-traded public companies, please complete **Schedule A**

→ For traded public companies, please complete **Schedule B**

There were no shareholder changes in this period

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed

Shan Hoskens

Date

21/07/2009

† Please delete as appropriate.

† (director / secretary)

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

This return includes continuation sheets.

(enter number)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

41-44 Great Windmill Street, London, W1D 7NB

Shan Hoskens

Tel *0207 292 3835*



DX number _____ DX exchange _____

Schedule A
for private or non-traded public companies
List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010 **Company Number** | 3805979

Company Name in full | sThree plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- > Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order to provide an index
- > List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate)	Date of registration of transfer
Name As per the share register maintained by Capita IRG	£0.01 Ordinary			
 	Shares Held 121,756,276			
Name 				
Name 				